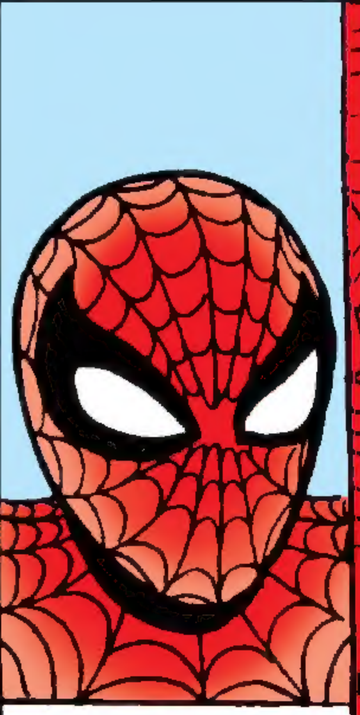

MARVEL COMICS GROUP 12¢

the AMAZING SPIDER-MAN

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2 GREAT NEW SPIDER-MAN THRILLERS!

2 GREAT NEW SUPER-VILLAINS!

featuring: "The VULTURE!" and...

...SPIDER-MAN IS TRAPPED BY "the TERRIBLE TINKERER!"

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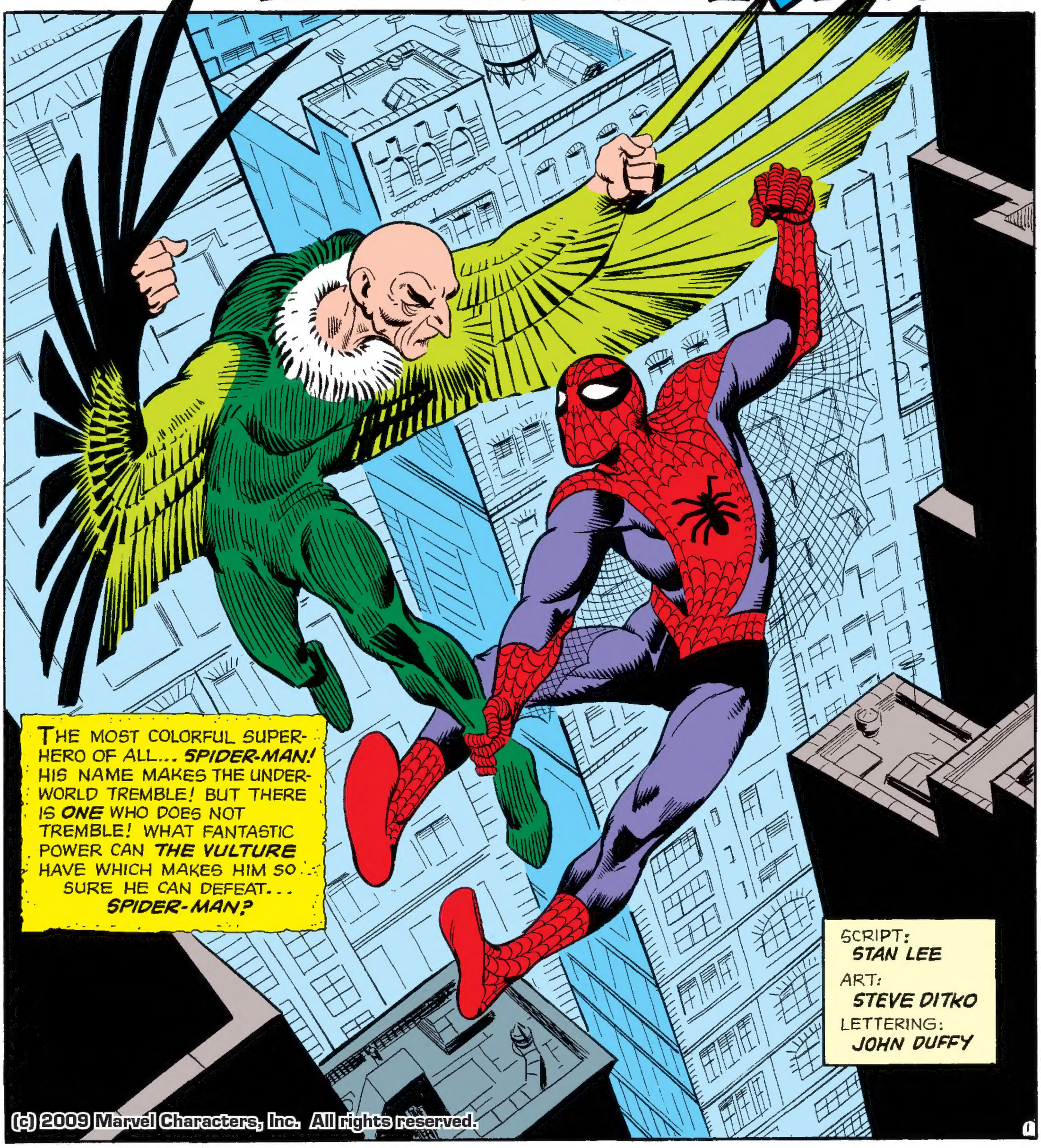
SPIDER-MAN

"DUEL TO THE DEATH WITH The VULTURE!"


THE MOST COLORFUL SUPER-HERO OF ALL... SPIDER-MAN! HIS NAME MAKES THE UNDER-WORLD TREMBLE! BUT THERE IS ONE WHO DOES NOT TREMBLE! WHAT FANTASTIC POWER CAN THE VULTURE HAVE WHICH MAKES HIM SO SURE HE CAN DEFEAT... SPIDER-MAN?
SCRIPT: STAN LEE
ART: STEVE DITKO
LETTERING: JOHN DUFFY

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FOR DAYS, A NEW AND OMINOUS DANGER HAS MENACED THE VAST CITY OF NEW YORK! NO MAN KNOWS WHERE HE'LL STRIKE NEXT! NO ONE CAN COPE WITH THIS NEW, AWESOME THREAT! WITHOUT WARNING, WITHOUT THE SLIGHTEST SOUND, HE STRIKES!

FOR THIS IS -- ***THE VULTURE!***

IT'S ***THE VULTURE!*** HE STOLE MY BRIEFCASE -- WITH A FORTUNE IN BONDS! ***HELP!!***

I'VE ***READ*** ABOUT HIM--BUT NEVER EXPECTED TO ***SEE*** HIM!

I DIDN'T ***BELIEVE*** IT! I THOUGHT HE DIDN'T EXIST!

IT'S IMPOSSIBLE! IT CAN'T BE! HOW CAN HE ***FLY*** -- WITHOUT A SOUND--WITHOUT ANY EFFORT! HE'S MORE LIKE A GIGANTIC BIRD OF PREY THAN A HUMAN!

AND, IN THE EXECUTIVE SUITE OF THE POWERFUL ***JAMESON PUBLICATIONS,*** MR. J. JONAH JAMESON IS ON HIS USUAL RAMPAGE...

I WANT TO DEVOTE THE NEXT ENTIRE ISSUE OF ***NOW MAGAZINE*** TO ***THE VULTURE!*** HE'S BIG NEWS! EVERYONE WANTS TO READ ABOUT HIM!

BUT KEEP PRINTING STORIES ABOUT ***SPIDER-MAN*** ALSO! I'LL NEVER REST TILL THAT DANGEROUS MENACE IS DESTROYED!

J. JONAH JAMESON PUBLISHI

NOW MAGAZINE

IS ***THIS*** THE ONLY PHOTO WE HAVE OF ***THE VULTURE?*** WHAT'S THE MATTER WITH YOU MEN? WHAT AM I ***PAYING*** YOU FOR? THE PUBLIC WANTS TO ***SEE*** HIM!

BUT, MR. JAMESON, ***NOBODY*** CAN GET PICTURES OF HIM! HE'S GONE BEFORE ANY PHOTOGRAPHER CAN GET TO HIM! WE HAVE ONLY AN ARTIST'S DRAWING!

NO MORE EXCUSES! GET ME PICTURES OF ***THE VULTURE*** -- OR I'LL GET SOME NEW EDITORS!

NOW

IMENACE

MEANWHILE, IN A NEARBY HIGH SCHOOL, PETER PARKER OVERHEARS AN INTERESTING DISCUSSION AS THE YOUNG SCIENCE MAJOR PERFORMS AN EXPERIMENT IN THE LAB...

BOY! I'D LIKE TO SEE A CLOSE-UP PHOTO OF ***THE VULTURE!!***

A PHOTO OF ***THE VULTURE*** WOULD BE WORTH A ***FORTUNE!*** NOBODY CAN GET CLOSE ENOUGH TO HIM TO SNAP ONE!

SAY! THAT'S AN IDEA! I NEVER ***THOUGHT*** OF IT BEFORE! MAGAZINES PAY BIG MONEY FOR HARD-TO-GET PHOTOS! AND ***I*** KNOW HOW TO GET THEM!

NOW

HERE, BOOKWORM! TAKE A LOOK AT WHAT'S GOIN' ON IN THE OUTSIDE WORLD--OR CAN'T YOU READ ANYTHING BUT SCIENTIFIC FORMULAS?

VER-RY FUNNY, MOOSE! AT LEAST **MY** BRAIN ISN'T MUSCLE-BOUND, LIKE THAT FAT HEAD OF **YOURS!**

HE'D BE GRINNING OUT OF THE OTHER SIDE OF HIS MOUTH IF HE EVER SUSPECTED TIMID PETER PARKER IS **SPIDER-MAN!**

NOW

NOW WHERE WAS I? OH, YEAH! I'LL BET **SPIDER-MAN** COULD GET CLOSE ENOUGH TO **THE VULTURE** TO TAKE SOME PICTURES THAT WOULD PAY OFF! I CAN USE THE DOUGH!

PARKER!! I DON'T EXPECT YOU TO IGNORE A DELICATE EXPERIMENT RIGHT IN THE MIDDLE WHILE YOU POUR THROUGH A LURID PICTURE MAGAZINE! **PARKER!** PAY ATTENTION!

NOW 25¢

AS SOON AS SCHOOL ENDS, THE EXCITED TEEN-AGER RUSHES HOME TO HIS AUNT MAY AND IS DELIGHTED TO LEARN...

HERE, PETER DEAR! THIS MINIATURE CAMERA WAS YOUR UNCLE BEN'S! I'M SURE HE'D HAVE WANTED YOU TO HAVE IT!

THANKS, AUNT MAY! THIS LITTLE GADGET IS GOING TO BE A GREAT HELP WHEN IT COMES TO PAYING OUR BILLS!

AND THEN, IN THE PRIVACY OF HIS ROOM, PETER PARKER CHANGES INTO THE MOST DRAMATIC COSTUMED FIGURE OF ALL -- THAT OF **SPIDER-MAN!...**

I'LL FIGURE OUT A WAY TO ATTACH THE CAMERA TO MY COSTUME AND THEN TEST IT OUT!

MEANWHILE, IN A CAREFULLY-PREPARED HIDEOUT ON THE OUTSKIRTS OF THE CITY...

WELL, WELL! SO THE PARK AVENUE JEWELRY EXCHANGE IS MOVING A MILLION DOLLARS WORTH OF DIAMONDS TO THEIR NEW OFFICES ACROSS TOWN, EH? IT SHOULDN'T BE HARD FOR **THE VULTURE** TO GET HIS HANDS ON THOSE GEMS!

THEY'LL PROBABLY BE **EXPECTING** ME TO TRY SOMETHING, BUT I'LL GET THOSE GEMS IN A WAY THAT **NO ONE** WOULD EVER SUSPECT! EVEN **SPIDER-MAN** WOULDN'T HAVE A CHANCE OF STOPPING **ME!**

AFTER MAKING CERTAIN HE IS NOT OBSERVED, ***THE VULTURE*** DARTS FROM HIS HIDING PLACE ATOP AN ABANDONED SILO IN STATEN ISLAND, JUST A FEW SECONDS FROM THE HEART OF MANHATTEN...

NOW FOR THE FIRST PART OF MY INGENIOUS PLAN!

SECONDS LATER, ATOP AN APARTMENT HOUSE WHERE HE HAD BEEN CHECKING HIS CAMERA, ***SPIDER-MAN'S*** AMAZING SPIDER SENSES PICK UP A STRANGE SENSATION...

SOMETHING COMING THROUGH THE AIR--BUT MAKING NO SOUND!... CAN'T BE A PLANE...

NOT NOTICING THE POWERFUL FIGURE ON THE ROOF TOP, ***THE VULTURE*** SWEEPS PAST...

THEY'LL ***NEVER*** FIGURE OUT HOW I'M GOING TO STEAL THOSE DIAMONDS!

I'VE GOT EVERYONE COMPLETELY BAFFLED! NO ONE HAS YET DISCOVERED HOW I MANAGE TO ***FLY*** WITH THESE ARTIFICIAL WINGS!

WHAT LUCK!... IT'S ***THE VULTURE!***

I'LL TOSS SOME MESSAGES WHERE THEY'LL DO THE MOST GOOD!

THE FIRST ONE IS FOR THE ***JAMESON PUBLISHING COMPANY*** BUILDING!

MY NEXT MESSAGE IS FOR THE RADIO NETWORK! NOTHING I LIKE BETTER THAN TAUNTING MY ENEMIES!

C RADIO

AND, FINALLY, ONE FOR THE POLICE CHIEF HIMSELF! I'LL BE GONE BEFORE THEY HAVE A CHANCE TO READ THEM!

THE VULTURE HAS NEVER FAILED TO CARRY OUT A THREAT YET!

BUT WE ***MUST*** GO AHEAD WITH THE TRANSFER OF THE DIAMONDS! WE CAN'T LET THE CITY THINK THAT ONE CRIMINAL CAN MAKE US CHANGE OUR PLANS!

I SHALL STEAL THE DIAMOND SHIPMENT FROM UNDER YOUR NOSES!
The Vulture

I DID IT! NOW THAT I'VE WARNED THEM, MY TRIUMPH SHALL BE EVEN GREATER AFTER I'VE SEIZED THE GEM!

IF THESE PHOTOS OF THE VULTURE COME OUT ALL RIGHT, THEY SHOULD BE WORTH A SMALL FORTUNE!

BUT IN HIS EAGERNESS TO GET A CLOSE-UP PICTURE OF THE VULTURE, SPIDER-MAN CARELESSLY KICKS A LOOSE BRICK...

THAT SOUND! THERE'S SOMEONE ON THE ROOF BEHIND ME! I'VE GOT TO MOVE--FAST! AS ONLY A VULTURE CAN!

THERE! I'VE GOT EVERYTHING ADJUSTED PERFECTLY! NOW TO-- HEY!! WHERE'D HE GO?

WELL, WELL! SO SPIDER-MAN HIMSELF IS ON MY TRAIL! GOOD!! IT WILL BE AMUSING TO FINALLY FACE A FOE WORTHY OF MY METTLE!

UGH!

HAVING BEEN MOMENTARILY TAKEN BY SURPRISE, SPIDER-MAN IS STUNNED AND DAZED BY THE VULTURE'S BRUTAL ONSLAUGHT. AS HIS MERCILESS FOE FLIES TOWARDS A NEARBY WATER TOWER...

THIS IS ALMOST TOO EASY!

ONCE I DROP HIM INTO THE WATER BELOW, HE'LL NEVER BOTHER ME AGAIN! WITH SPIDER-MAN OUT OF THE WAY, THE CITY WILL BE MINE!

NOW THAT I HAVE DISPOSED OF THAT TEMPORARY INTERRUPTION, I'LL CARRY OUT STEP ***TWO*** OF MY MASTER PLAN!

MEANWHILE, INSIDE THE TANK, THE SHOCK OF HITTING THE COLD WATER INSTANTLY REVIVES THE POWERFUL ***SPIDER-MAN***...

THE VULTURE SOMEHOW TRAPPED ME INSIDE THIS WATER TANK!

WELL, I'VE ONLY MYSELF TO BLAME FOR BEING SO CARELESS!

I'LL JUST SHOOT MY WEB TOWARDS THE TOP AND... ***OH, NO!*** THE EJECTOR IS EMPTY!

I FORGOT TO REFILL IT SINCE I USED IT LAST! I'VE BEEN SO BUSY WITH THAT CAMERA--! I'VE GOT TO TRY SOMETHING ELSE!

CAN'T CLIMB TO THE TOP--IT'S TOO WET AND SLIMY EVEN FOR ***ME*** TO GET A TOEHOLD ON!

BUT I SURE AS SHOOTING CAN'T STAY AFLOAT HERE MUCH LONGER!

NOT A PLEASANT CHOICE--I'LL EITHER DROWN OR SUFFOCATE IN HERE!

WAIT A MINUTE! WHAT'S ***WRONG*** WITH ME? WHY DON'T I USE MY HEAD? I CAN GET OUT OF HERE!

MY MUSCLES ARE FAR STRONGER THAN AN ORDINARY HUMAN'S! THERE'S ONE LITTLE TRICK THAT ONLY THE ***SPIDER-MAN*** CAN PERFORM!

ALL I'VE GOT TO DO IS REACH THE BOTTOM, SQUAT DOWN, AND PREPARE TO HURL MYSELF UPWARD...

...LIKE ***THIS!!***

DID IT!!

I MAY NOT BE ABLE TO FLY LIKE ***THE VULTURE***-- BUT MY SPIDER STRENGTH HASN'T LET ME DOWN ***YET!***

MY LUCK'S STILL HOLDING OUT-- HERE'S MY CAMERA!

SURE IS UNBELIEVABLE HOW ***THE VULTURE*** MANAGES TO FLY SO SWIFTLY! I'D SURE LIKE TO FIGURE OUT HOW HE ***DOES*** IT!

LATER, IN HIS ROOM AGAIN...

THE PICTURES CAME OUT FINE! NOW, WHOM DO I SELL THEM TO? JONAH JAMESON, THE PUBLISHER OF ***NOW*** MAGAZINE HATES ***SPIDER-MAN!*** I'D GET A KICK OUT OF MAKING ***HIM*** PAY GOOD DOUGH FOR MY PICTURES WITHOUT KNOWING ***I'M*** THE PHOTOGRAPHER!

NOW 25¢ SPIDER-MAN MUST BE CAUGHT!

NOW

ORIGINALLY, I DESIGNED MY ***SPIDER-MAN*** COSTUME JUST TO GIVE ME SOME COLOR, SO THAT I COULD MAKE MONEY AS AN ENTERTAINER! BUT, IF...

...I'M REALLY GOING TO BE A SECRET ADVENTURER, I'VE GOT TO MAKE SOME CHANGES! FIRST, I'LL ADD AN EXTRA WEB-FLUID CAPSULE, SO I ALWAYS HAVE ENOUGH SPIDER-WEBBING ON HAND!

I'LL FASHION SMALL CONTAINERS IN MY BELT TO HOLD ADDITIONAL WEB-FLUID CARTRIDGES!

THEN, WHEN I GET PAID FOR MY PICTURES, I'LL BUY A SPECIAL MINIATURE CAMERA TO SECRETLY ATTACH TO THE BELT BUCKLE!

THERE! THE WHOLE CONTRAPTION FITS UNDER MY SHIRT, WHERE IT'S OUT OF SIGHT, AND DOESN'T INTERFERE WITH MY MOVEMENTS!

AND NOW, I'VE GOT A HUNCH I KNOW THE SECRET OF ***THE VULTURE'S*** POWER OF FLIGHT! I'LL JUST WORK ON A LITTLE DEVICE WHICH MAY COME IN HANDY NEXT TIME WE MEET!

LONG HOURS LATER...

:WHEW: THAT WAS TOUGHER THAN I EXPECTED, BUT IT'S FINISHED NOW!

I WON'T KNOW IF IT'LL *WORK* TILL I TRY IT-- BUT RIGHT NOW, I'M GONNA GET SOME SHUT-EYE!

THE NEXT DAY, J. JONAH JAMESON RECEIVES AN EXCITING PHONE CALL...

WHAT'S THAT?? YOU'VE GOT SOME EXCLUSIVE PHOTOS OF *THE VULTURE* THAT YOU WANT TO SELL?? WELL, DON'T WASTE TIME *TALKING!* GET OVER HERE RIGHT AWAY!

JOE, HAVE THEM STOP THE PRESSES!

J. JONAH J

AND SOON...

SORRY, MR. JAMESON CANNOT SEE *ANYBODY* RIGHT NOW! HE'S HAVING AN IMPORTANT CONFERENCE!

THESE PICTURES ARE *SENSATIONAL-- GREAT!* BUT HOW'D A KID LIKE *YOU* GET THEM?

SORRY, SIR! I'LL SELL THEM TO YOU ON CONDITION THAT YOU NEVER ASK ME THAT QUESTION!

OKAY, OKAY! YOU CAN *HAVE* YOUR LITTLE SECRET! IT DOESN'T MATTER *HOW* YOU GOT THEM! THE POINT IS, THESE PICTURES WILL MAKE THE NEXT ISSUE OF *NOW* A SELL-OUT! I'LL ISSUE A CHECK TO YOU *IMMEDIATELY!*

AND REMEMBER, MR. JAMESON, I DON'T WANT MY NAME USED! YOU CAN MERELY GIVE CREDIT TO A *NOW* MAGAZINE STAFF PHOTOGRAPHER!

SURE, MY BOY, SURE! AND IF YOU GET ANY *MORE* GREAT PICTURES, REMEMBER TO GIVE *ME* FIRST CRACK AT THEM! WE'RE ALWAYS IN THE MARKET FOR SENSATIONAL PHOTOS! IN FACT...

... IF YOU CAN EVER GET A PICTURE OF THAT PUBLIC MENACE, *SPIDER-MAN--*

BROTHER, WOULDN'T YOU BE SURPRISED IF YOU KNEW!

THE NEXT DAY, AS SCHOOL LETS OUT...

C'MON, PETER! WE'RE ALL GOING TO WATCH THEM MOVE THE DIAMONDS FROM THE PARK AVENUE JEWELRY EXCHANGE! WE'RE HOPING TO GET A GLIMPSE OF *THE VULTURE!*

YOU DON'T REALLY THINK *THE VULTURE* WOULD DARE TRY ANYTHING WITH ALL THE POLICE THERE, DO YOU?

DON'T BE SCARED, BOOKWORM--*WE'LL* PROTECT YOU!

GOSH! THE WHOLE AREA IS CORDONED OFF! AND LOOK-- T.V. CAMERAS, NEWSPAPERMEN, POLICE! IT'S LIKE A ***CARNIVAL!***

THE VULTURE WOULD BE ***NUTS*** TO TRY ANYTHING WITH A CROWD LIKE ***THIS*** AROUND! THIS IS ***ONE*** TIME HE WON'T MAKE GOOD HIS BOAST!

IT ***IS*** HARD TO SEE HOW ***THE VULTURE*** COULD HAVE A ***CHANCE*** AT THE JEWELS UNDER THESE CONDITIONS! THERE ARE POLICE ON EVERY ROOF, AND AN ARMED HELICOPTER FLYING OVERHEAD!

I'D BETTER MAKE MYSELF SCARCE! IF I HAVE TO CHANGE TO ***SPIDER-MAN,*** I WON'T BE ABLE TO DO IT IN THE MIDDLE OF THIS MOB!

LOOK, GANG! LITTLE PETEY IS CHICKENING OUT! GUESS THE EXCITEMENT IS TOO MUCH FOR HIS DELICATE LITTLE SELF!

MINUTES LATER, THE VALUABLE JEWELRY SHIPMENT STARTS ITS CROSSTOWN CONVOY, ACCOMPANIED BY PATROL CARS AND THE POLICE WHIRLYBIRD FOLLOWING ABOVE...

POLICE

I WISH ***THE VULTURE WOULD*** MAKE A TRY FOR THOSE DIAMONDS, CHUCK! WE'D NAB 'IM FOR ***SURE!***

YEAH, BUT HE WON'T SHOW! HE'S TOO SMART FOR THAT!

POLICE

IT'S ALL CLEAR! START BRINGING THE JEWELS OUT!

NOT A SIGN OF ***THE VULTURE!*** HE ***KNOWS*** HE WOULDN'T HAVE A CHANCE!

THE SKY'S CLEAR EXCEPT FOR OUR OWN CHOPPER UP THERE! LOOKS LIKE THE WHOLE THING WAS A FALSE ALARM!

BUT STAY ALERT ANYHOW! WITH A CHARACTER LIKE ***THE VULTURE,*** YOU NEVER KNOW ***WHAT'S*** GONNA HAPPEN NEXT!

GENTLEMEN, YOU ARE SO ***RIGHT!*** AND NOW ***I'LL*** TAKE THOSE DIAMONDS!

THE VULTURE!! BUT ***HOW--?***

WE EXPECTED AN ATTACK FROM ***ABOVE!***

BEFORE THE STARTLED OFFICERS CAN FIRE, THE WILY ***VULTURE*** PLUMMETS BACK UNDERGROUND, DROPPING THE MANHOLE COVER INTO PLACE ABOVE HIM! THEN...

A SHORT TIME LATER, AT THE OTHER END OF TOWN, A TRIUMPHANT ***VULTURE*** DECIDES TO LEAVE HIS UNDERGROUND LAIR AS DRAMATICALLY AS POSSIBLE...

I'LL BE MILES AWAY BEFORE THEY CAN EVEN LIFT THAT MANHOLE COVER!

AND THEY'LL NEVER KNOW ***WHICH*** OF THESE TWISTING TUNNELS I'M FLYING THROUGH!

LOOK--THE VULTURE!! HE JUST FLEW OUT OF THE SUB-WAY TUNNEL!

THIS WILL GIVE THE FOOLS SOMETHING TO TALK ABOUT FOR YEARS TO COME!

HOW ***SIMPLE*** IT WAS! IT WORKED LIKE A CHARM!

NOW I'LL HAVE VANISHED OVER THE ROOF-TOPS BEFORE THE POLICE CAN EVEN BEGIN TO CONVERGE AT THIS POINT!

UPTOWN SUBWAY

MEANWHILE, LEARNING WHAT HAS OCCURRED PETER PARKER MANAGES TO FIND A DESERTED ALLEY, AND THEN, MOVING WITH BLINDING SPEED...

HE ***DID*** IT! HE FOOLED EVERYONE -- EVEN ***ME!*** BUT I'LL FIND HIM! IF I CAN GET SOME ***NEW*** PICTURES OF HIM ***NOW,*** I'LL BE ABLE TO NAME MY OWN PRICE FOR THEM!

THE THING I LIKE ***BEST*** ABOUT BEING THE ***SPIDER-MAN*** IS SCALING THESE SHEER WALLS! I DON'T THINK I'LL ***EVER*** STOP GETTING A CHARGE OUT OF IT!

NOW, IF ***THE VULTURE*** IS ANY-WHERE IN THE AREA, MY SPIDER SENSES WILL DETECT HIM! AHH-- I'M BEGINNING TO GET A TINGLE ***NOW!***

WHAT A ***BREAK!*** THERE HE IS ***NOW!*** IT'LL BE A CINCH FOR ME TO FOLLOW HIM, USING MY WEB TO SWING FROM BUILDING TO BUILDING!

BUT, AS LUCK WOULD HAVE IT, ***THE VULTURE*** CHOOSES TO LOOK BEHIND HIM AT THAT VERY SECOND, AND...

BETTER CHECK TO SEE IF ANY POLICE HELICOPTERS ARE--WHAT THE--! IT'S ***SPIDER-MAN!*** HE'S FREE! AND HE'S ***FOLLOWING*** ME!

HE'S TOO DANGEROUS! I'VE GOT TO GET RID OF HIM FOR ***GOOD!***

FIRST, I'LL EXECUTE A FAST LOOP-THE-LOOP, WHICH WILL PUT ME ***BE-HIND*** HIM!

HOLY SMOKE-- WHERE'D HE ***GO?!?*** HE ***COULDN'T*** HAVE FLOWN AWAY SO FAST!

WAIT!! I--I FEEL VIBRATIONS IN THE AIR *BEHIND* ME! *THE VULTURE* MUST HAVE DOUBLED BACK BEHIND ME SOMEHOW!

FOREWARNED BY HIS FABULOUS SPIDER'S SENSE, *SPIDER-MAN* WHEELS ABOUT IN TIME TO AVOID THE FULL IMPACT OF *THE VULTURE'S* SWOOPING DIVE, BUT ONE POWERFUL WING SENDS THE COLORFULLY CLAD FIGURE TOPPLING FROM THE EDGE OF THE ROOF!

NO, YOU DON'T! *THIS* TIME I'M *READY* FOR YOU!

WHA--?? HE HIT MY FOOT WITH THAT ACCURSED *WEB* OF HIS!

PULLING HIMSELF UP, HAND OVER HAND, THE MIGHTY *SPIDER-MAN* MANAGES TO GET WITHIN GRABBING DISTANCE OF *THE VULTURE'S* ANKLE, AND THEN...

GOT YOU!

YOU *FOOL!* HERE IN THE SKY WE'RE IN *MY* ELEMENT! I'LL SHAKE YOU OFF--AND BE RID OF YOU FOR GOOD!

TALK IS CHEAP, BIRDMAN! THIS TIME I'M *STICKING!*

AND NOW TO TEST OUT MY LITTLE GADGET! HERE'S HOPIN' IT WORKS!

THAT *DID* IT! YOU'RE OUT OF CONTROL! I'VE *BEATEN* YOU!

WHAT DID YOU *DO?* I CAN'T STAY ALOFT! YOU-- YOU'LL KILL US *BOTH!*

SPEAK FOR *YOURSELF,* MISTER! THE SKY IS *MY* ELEMENT AS MUCH AS YOURS! JUST *WATCH!!*

I CAN ALWAYS SAVE MYSELF BY SHOOTING MY WEB AT A NEARBY BUILDING--LIKE *THIS!*

AS FOR *THE VULTURE,* HE'LL MANAGE TO BREAK HIS FALL BY SPIRALING DOWN, BUT HE'S GONNA HAVE A TOUGH TIME EVER USING THOSE WINGS AGAIN!

HERE COMES THE POLICE HELICOPTER! THEY MUST HAVE SIGHTED US WHEN WE WERE BATTLING! THIS IS MY CHANCE TO GET SOME EXCLUSIVE PIX OF THE CAPTURE OF *THE VULTURE!*

TAKE 'ER DOWN, CHARLIE! WE WERE *RIGHT!* IT *IS THE VULTURE!*

CAN'T GET UP! WIND KNOCKED OUT OF ME! WHAT'LL I *DO--??*

POLICE

IF *THIS* DOESN'T TAKE THE CAKE! WHO EVER THOUGHT WE'D BE ABLE TO CAPTURE *THE VULTURE* SO NICE AND EASY?!! WHAT HAPPENED, FELLA? DID YOU HAVE A TAILSPIN?

PLEASE--NO JOKES!

THESE PICTURES SHOULD BE PRIZE-WINNERS!

THAT **DOES** IT! NOW TO GET THESE SHOTS TO JAMESON AND ASK FOR TOP DOLLAR FOR THEM!

LET'S GO, BIRDMAN! WE'LL GET YOU TO HEADQUARTERS AND FIND OUT ONCE AND FOR ALL HOW YOU MANAGED TO FLY THE WAY YOU DID!

IF THEY ASKED **ME,** I COULD HAVE **TOLD** THEM! THE ABSENCE OF NOISE GAVE ME THE CLUE! I SUSPECTED THAT HE HAD DISCOVERED A WAY TO HARNESS **MAGNETIC POWER!** THAT'S WHY MY GADGET MADE HIM FALL--IT'S AN **ANTI-MAGNETIC** INVERTER--AND IT **WORKED!**

THEN, AS THE NEXT DAY DAWNS...

TELL ME, PARKER, ARE YOU A **MAGICIAN?** HOW DOES A TEEN-AGER LIKE **YOU** MANAGE TO GET PICTURES THAT OUR BEST STAFF PHOTOGS WOULD GIVE THEIR EYE TEETH FOR?

REMEMBER OUR DEAL, MR. JAMESON? THAT'S **MY** SECRET! NOW IF YOU DON'T **WANT** THE PIX--

ARE YOU OUT OF YOUR **MIND?!** WITH PICTURES LIKE **THESE,** I CAN ALMOST STAND LIVING IN THE CITY WITH **SPIDER-MAN!** TAKE A BONUS AND GO OUT AND BUY YOURSELF SOME TWIST RECORDS!

HE THINKS I'M JUST A TYPICAL TEEN-AGE KID! GOOD! THAT'S THE WAY I **LIKE** IT! AND THIS WAD OF BILLS HE PAID ME IS WHAT I LIKE ALSO!

AND, UPON REACHING HIS HOME...

AUNT MAY, THIS MONEY MEANS YOU'RE NOT GONNA HAVE TO WORRY ABOUT ANY-THING AGAIN! I PAID THE RENT FOR A FULL YEAR, AND TOMORROW I'M BUYING YOU THE NEWEST KITCHEN APPLIANCES YOU EVER DROOLED OVER!

OH, PETER, I'M SO **PROUD** OF YOU! IT'S JUST LIKE YOUR UNCLE BEN ALWAYS SAID--YOU'RE THE MOST WONDERFUL BOY IN THE WORLD!

WHILE, IN A LONELY CELL, **THE VULTURE** HAS A SLIGHTLY DIFFERENT OPIN-ION OF OUR HERO...

I WOULDN'T BE **HERE** IF NOT FOR THAT ACCURSED **SPIDER-MAN!** BUT SOONER OR LATER, I'LL GET FREE--AND I'LL DEVELOP A FLYING POWER THAT HE **CANNOT** OVERCOME! AND THEN, **SPIDER-MAN,** IT WILL BE **MY** TURN TO GLOAT!

THE END

"the UNCANNY THREAT of THE TERRIBLE TINKERER!"

HE LOOKS SO HARMLESS--AND YET THE ***TINKERER*** IS ONE OF THE GREATEST MENACES I'VE EVER FACED!

STORY:
STAN LEE
ART:
STEVE DITKO
LETTERING:
ART SIMEK

EVERYBODY LOVES A BARGAIN! BUT SOMETIMES IT CAN BE ***DANGEROUS*** TO ACCEPT A BARGAIN WHICH IS TOO GOOD TO BE TRUE! ESPECIALLY IF THE BARGAIN IS BEING OFFERED BY SOMEONE LIKE THE ***TINKERER***, WHO--BUT WAIT! LET'S SEE HOW IT ALL BEGAN--AND HOW IT TOOK ***SPIDER-MAN*** TO FINISH IT!

A STORY HAS TO START SOMEWHERE, SO LET'S BEGIN OURS IN THE SCIENCE LAB OF MIDTOWN HIGH, WHERE WE FIND PETER PARKER HARD AT WORK WHILE...

GOSH, I THOUGHT CLASS WOULD ***NEVER*** END TODAY! I COULDN'T BEAR LOOKING AT ONE MORE TEST TUBE OR BUNSEN BURNER!

QUIET! YOU'LL BREAK PETER'S HEART! ***HE*** CAN'T BEAR TO BE ***PARTED*** FROM THEM!

THERE'S THE BOY I WAS TELLING YOU ABOUT, DOCTOR! HE'S PETER PARKER, OUR TOP SCIENCE STUDENT!

PETER, PROFESSOR COBBWELL HAS ASKED ME TO RECOMMEND A STUDENT WHO COULD HELP HIM WITH SOME RESEARCH OVER THE WEEK-END, AND I WAS WONDERING--?

GOSH! A CHANCE TO WORK WITH THE MOST FAMOUS ELECTRONICS EXPERT IN TOWN? I'D BE ***DELIGHTED***, SIR!

THANK YOU, MY BOY! I HAVE SOME URGENT EXPERIMENTS TO PERFORM, AND WILL APPRECIATE YOUR ASSISTANCE!

HERE IS MY ADDRESS, SON! ON YOUR WAY OVER TOMORROW, PLEASE STOP AT THE RADIO REPAIR SHOP AND PICK UP A SMALL RADIO FOR ME! I HAD SOME NEW TUBES PUT IN IT!

SURE, I'LL BE GLAD TO DOCTOR COBBWELL!

TINKER SHOP

MINUTES LATER, WHEN THE STUDENTS ARE ALONE AGAIN...

WELL WELL! SO TEACHER'S PET IS GONNA HELP THE NICE LITTLE DOCTOR WITH SOME EXPERIMENTS THIS WEEK-END, EH? WHILE US OTHER DUMBHEADS WASTE TIME HAVING DATES AND LIVIN' IT UP!

KNOCK IT OFF, FLASH! YOU'RE DARN ***RIGHT*** I'D JUMP AT THE CHANCE TO WORK WITH A BRILLIANT MAN LIKE DOCTOR COBBWELL! AS FOR YOU BEING A DUMBHEAD, IT'S NOTHING TO BE ASHAMED OF! YOU WERE JUST ***BORN*** THAT WAY!

THEN, BEFORE THE ANGRY FLASH THOMPSON CAN THINK OF A SUITABLE RETORT, PETER PARKER IS GONE! AND, THE NEXT DAY, AT HOME...

I'D BETTER TAKE MY ***SPIDER-MAN*** OUTFIT! NEVER KNOW ***WHEN*** I'LL NEED IT! BESIDES, I FEEL ALMOST UNDRESSED WITHOUT IT!

HMMM, HERE'S THE PLACE THE DOC WANTED ME TO PICK UP HIS RADIO!

THE TINKERER REPAIR SHOP--SURE IS AN OFF-BEAT NAME! WONDER WHAT KIND OF KOOKIE CHARACTER RUNS IT?

TINKERER

INSIDE THE SHOP...

I'M THE *TINKERER!* WHAT CAN I DO FOR YOU, MY BOY?

I'M HERE TO PICK UP A RADIO FOR DR. COBBWELL!

OH YES! DOCTOR COBBWELL! JUST A MINUTE -- I'LL GET IT!

BOY, I SURE CALLED IT RIGHT! HE LOOKS LIKE A CHARACTER STRAIGHT OUT OF GRIMM'S FAIRY TALES!

THEN, SUDDENLY...

STRANGE... MY SPIDER SENSE PICKS UP ODD ELECTRIC IMPULSES! MUST BE COMING FROM HIS TESTING EQUIPMENT!

I'VE GOT TO STOP GETTING SO SUSPICIOUS ALL THE TIME! THE TINKERER LOOKS ABOUT AS DANGEROUS AS A SECOND-HAND CREAMPUFF!

MEANWHILE, IN A SOUND-PROOFED BASEMENT WORKROOM, DIRECTLY UNDER THE SHOP...

DR. COBBWELL IS READY FOR HIS RADIO! IT IS ONE OF *SPECIAL* JOBS!

GOOD! I HAVE JUST FINISHED IT! HE MAY HAVE IT NOW!

I HAVE INSERTED OUR SPECIAL DEVICE! HE WILL NEVER SUSPECT THAT THIS IS NOW MUCH *MORE* THAN A SIMPLE RADIO!

SO FAR NONE OF OUR "SPECIAL" CUSTOMERS SUSPECTS WHAT WE HAVE DONE TO THEIR RADIOS WHILE WE WERE SUPPOSED TO BE REPAIRING THEM!

NATURALLY! OUR PLAN MUST BE COMPLETELY SECRET, UNTIL WE ARE READY TO STRIKE!

AND THEN, AFTER THE LONG CLIMB UPSTAIRS AGAIN...

YOU MEAN YOU ONLY CHARGE A *DIME* TO FIX RADIOS?? BUT--

TUT TUT, MY BOY! I *LIKE* TO GIVE BARGAINS! THEY BRING ME IN LOTS OF CUSTOMERS!

FINALLY, AT DR. COBBWELL'S LAB...

YES, I *HEARD* THE TINKERER'S PRICES WERE RIDICULOUSLY CHEAP! THAT'S WHY I TOOK MY RADIO TO HIM! BUT ENOUGH OF THAT--HERE'S THE EXPERIMENT I WANT YOU TO WORK ON FOR ME...

I *STILL* DON'T GET IT! THE TINKERER MUST BE *LOSING* MONEY ON EVERY CUSTOMER! AND HE DIDN'T LOOK LIKE A NUT TO ME! SO WHAT'S HIS ANGLE?? *NOBODY* GIVES ANYTHING FOR NOTHING!

THIS IS BATTY! I'VE *GOT* TO FORGET THE TINKERER AND CONCENTRATE ON WHAT I'M DOING!

BUT SOMETHING ABOUT HIM KEEPS STICKIN' IN MY CRAW!

WAIT! I KNOW! THOSE ELECTRICAL IMPULSES WHICH I SENSED IN HIS SHOP! *NOW* I SENSE THEM *HERE!*

THE PART OF ME WHICH IS *SPIDER-MAN* IS REACTING SUSPICIOUSLY TO THEM! I'VE *GOT* TO CHECK THIS OUT!

BUT WHERE CAN THE IMPULSES BE *COMING* FROM? THE RADIO IS SHUT OFF! AND DOCTOR COBBWELL DOESN'T HAVE ANY *OTHER* ELECTRICAL GADGETS OPERATING NOW!

HE'S PUTTING ON HIS COAT! THIS IS MY CHANCE--AS SOON AS HE LEAVES!

I HAVE TO LECTURE AT THE INSTITUTE NOW, PETER! I'LL BE BACK IN A FEW HOURS!

SLAM!

HE'S GONE! NOW TO SEE WHAT THIS IS ALL ABOUT!

HEY, NO ORDINARY RADIO HAD GADGETS LIKE ***THAT*** INSIDE OF IT! ***THERE'S*** WHERE THE IMPULSES ARE COMING FROM--EVEN WITH THE SET OFF!

THAT ***DOES*** IT! NOW I'M THRU KIDDIN' AROUND!

NOW ***SPIDER-MAN*** IS GONNA TAKE ANOTHER LOOK-SEE AT THE TINKERER'S SHOP!

THE PLACE IS CLOSED FOR THE DAY! WELL, THAT WON'T STOP ***ME!***

I'M GETTING THOSE SAME STRANGE IMPULSES AGAIN! THEY'RE COMING FROM BELOW!

WOW! NO INNOCENT LITTLE REPAIR SHOP EVER HAD A BASEMENT WORKROOM LIKE ***THAT*** BEFORE! IT'S MORE LIKE A CONCRETE-REINFORCED ***DUNGEON!***

LUCKY THE DOOR'S OPEN! GUESS THEY'RE NOT EXPECTIN' VISITORS!

AND, INSIDE THE ISOLATED WORKROOM...

YES! OUR ELECTRONIC SPY DEVICES, HIDDEN IN RADIOS BELONGING TO IMPORTANT EARTHLINGS, HAVE ENABLED US TO LEARN MUCH ABOUT THEIR STRENGTHS AND WEAKNESSES, BEFORE WE ***ATTACK*** THIS UNSUSPECTING PLANET!

QUIET! I AM PROCESSING THE LATEST PICTURES RELAYED BACK TO US BY OUR PIN-POINT TV SPY DEVICE WHICH YOU PLANTED IN THE RADIO OF A MILITARY LEADER!

YOU HAVE DONE YOUR WORK WELL, TINKERER! WE ARE ALMOST READY TO STRIKE!

HOW CLEARLY WE CAN HEAR AND SEE! MY DEVICES NEVER FAIL!

SILENCE! I MUST REMEMBER WHAT THEY SAY!

I SUMMONED YOU, COLONEL, TO DISCUSS OUR PLANS FOR THE DEFENSE OF OUR EASTERN SEABOARD IN CASE OF A SURPRISE ATTACK BY ANY HOSTILE FORCE...

SO **THAT'S** WHAT IT'S ALL ABOUT! THEY'RE ENEMY ALIENS FROM ANOTHER PLANET, USING SOME SORT OF EERIE SPY DEVICES WHICH THEY PLACE IN OUR RADIOS IN ORDER TO LEARN OUR MILITARY AND SCIENTIFIC SECRETS!

A **SPY!**

MY SPIDER INSTINCT WARNS ME-- SOMEONE IS BEHIND ME!

WHEW! NOT A SECOND TOO SOON! NOW, NO PLACE TO GO BUT **INSIDE!**

A COSTUMED EARTH CREATURE! **SEIZE HIM!**

IT'S NOT GONNA BE THAT EASY, BUDDY-BOY!

SEE WHAT I MEAN??

LOOK! HE CAN CLIMB SHEER WALLS!

HE IS NO **ORDINARY** EARTHLING! HE IS **SPIDER-MAN! GET HIM!**

IF HE ESCAPES WITH KNOWLEDGE OF OUR PLANS, WE ARE **LOST!**

HAH! THAT INVERTER MECHANISM, THROWN AT HIM, LOOSENED HIS GRIP ON THE CEILING! HE'S **FALLING!**

NOW WE HAVE HIM! RENDER HIM HELPLESS!
WE CAN OVERWHELM HIM BY SHEER WEIGHT OF NUMBERS!
I'VE GOT NEWS FOR YOU! IT'S BEEN TRIED BEFORE!
HIS STRENGTH IS GREATER THAN WE SUSPECTED!
HE SHOOK US ALL OFF! A WEAPON! WE NEED A WEAPON!
WE HAVE A WEAPON! THE TINKERER IS NEVER UNPREPARED! THIS WILL STOP SPIDER-MAN!
OHHHH...
IT WOULD HAVE KILLED ANY NORMAL HUMAN-- BUT IT MERELY STUNNED HIM!
QUICKLY! PUT HIM INTO THE SPECIMEN CAGE BEFORE HE COMES TO!
THERE! NOTHING THAT LIVES CAN BREAK OUT OF THAT RESISTO-GLASS ENCLOSURE!
NOW, OUR FINAL PROBLEM IS TO FIND A SUITABLE WAY TO DISPOSE OF THE MEDDLER!
HE IS THE ONLY MORTAL ON EARTH WHO EVEN SUSPECTS OUR PRESENCE HERE--THE ONLY ONE WHO KNOWS OUR MASTER PLAN!
THERE IS NO QUESTION ABOUT IT! HE MUST BE DESTROYED! RELEASE THE AIR FROM THE RESISTO-GLASS PRISON!

WITHIN MINUTES, SPIDER-MAN WILL NO LONGER BE A MENACE TO US!

I'VE GOT TO MOVE FAST! THAT CONTROL PANEL ALSO OPENS AND SHUTS THIS CRAZY LITTLE MOUSETRAP!

THE AIR IS BEING FORCED OUT THRU THESE TINY HOLES! BUT INSTEAD OF KILLING ME, THESE LITTLE OPENINGS ARE GONNA SAVE ME!

IT'S A GOOD THING MY SPIDER'S WEB LAUNCHER IS LOADED AND READY FOR ACTION!

CARTRIDGES OF WEB FLUID

ADJUSTABLE SPRAY NOZZLE

PALM RELEASE BUTTON

SAFETY CATCH ON

CAN'T AFFORD TO MISS! I'VE GOT TO LINE IT UP PERFECTLY WITH THE HOLE AND THE PROPER CONTROL PANEL BUTTON!

I'VE GOT THE SAFETY CATCH OFF--THE NOZZLE ON TARGET--HAND STEADY--

BULL'S EYE!

IT WORKED! THE CAGE IS OPEN! I'M FREE!

LOOK! IT'S IMPOSSIBLE, BUT--HE'S LOOSE! SPIDER-MAN IS LOOSE!

WHO DO YOU THINK YOU ARE--THE TOWN CRIER??!

YOU FOOL! YOU JARRED MY ARM! I-I'VE DESTROYED OUR CONTROL PANEL!

IT WOULD TAKE **MONTHS** TO REBUILD THAT CONTROL PANEL! WE-- WE HAVEN'T THE TIME!

QUICK! LET US FLEE WHILE WE CAN! **SPIDER-MAN** IS TOO POWERFUL!

WAIT! DON'T LEAVE ME! DON'T ABANDON ME!

HOLD ON THERE, LAUGHING BOY! **YOU'RE** NOT GOING ANYWHERE!

THEY WERE JUST DOING THEIR DUTY TO WHATEVER PLANET THEY WERE FROM! BUT **YOU,** YOU TRAITOR--!

THIS SMOKE! THE BURNING CONTROL PANEL -- IT PUT THE WHOLE PLACE ON FIRE! STOP STRUGGLING, TINKERER! I'M TRYING TO **SAVE** YOU!

NO! LET ME **GO!** TAKE YOUR HANDS OFF ME! **NOBODY** TOUCHES THE **TINKERER!**

CAN'T SEE! THE SMOKE -- IT'S BLINDING ME -- CHOKING ME -- GOT TO GET AWAY!

JUST IN TIME! COULDN'T HAVE LASTED MUCH LONGER! BUT THE BUILDING IS A TOTAL WRECK! IT'LL BE REDUCED TO ASHES IN MINUTES!

I HEAR SIRENS! FIRE ENGINES! SOMEONE MUST HAVE TURNED IN AN ALARM! I'VE GOT TO DISAPPEAR!

LOOK! IT'S **SPIDER-MAN!**

MAYBE **HE** STARTED THE FIRE! BUT-- **WHY??**

MEANWHILE, A STRANGE SPACECRAFT BEGINS TO STREAK AWAY FROM EARTH...

SAFE AT LAST! PRESS THE BUTTON WHICH WILL DESTROY ALL OUR SPY DEVICES BY REMOTE CONTROL!

IT IS ***DONE!*** WE CAN NEVER AGAIN RETURN TO EARTH--THEY WILL BE ON ***GUARD*** FROM THIS DAY ON!

AND, BACK AT THE LABORATORY OF DOCTOR COBBWELL...

I'VE RE-EXAMINED THE RADIO, AND IT'S PERFECTLY ***NORMAL*** NOW! NO DEVICES--NO IMPULSES --NOTHING!

HERE COMES DR. COBBWELL! HE LOOKS EXCITED!

MY BOY, I JUST SAW THE MOST STARTLING SIGHT!

AS I WAS RETURNING FROM THE LECTURE IN MY CAR, I GLANCED SKYWARD--AND I COULD HAVE SWORN I SAW A ***SPACE SHIP*** OF SOME SORT, FADING INTO THE ATMOSPHERE!

REALLY? WHAT DID IT ***LOOK*** LIKE, SIR?

WELL, IT WAS SORT OF--OHHH, WHAT AM I SAYING?? I MUST HAVE ***IMAGINED*** IT! NOBODY WOULD BELIEVE ME, ANYWAY! I HAVE NO ***PROOF!*** PEOPLE WILL THINK I'M A TYPICAL ABSENT-MINDED PROFESSOR! FORGET IT, PETER! LET'S GET BACK TO WORK!

SURE, DOC!

AND YET, I WAS SO ***SURE...***

I KNOW HOW THE DOC FEELS! IF NOT FOR THIS ***MASK*** I YANKED OFF THE ***TINKERER*** AT THE LAST MINUTE, I MIGHT NOT BELIEVE IT MYSELF! BUT I'D BETTER NEVER MENTION THIS TO ANYONE! IT WOULD BE TOO HARD TO EXPLAIN HOW ***PETER PARKER*** KNOWS SO MUCH ABOUT THE ***SPIDER-MAN'S*** ADVENTURES!

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the ***BEGINNING...***
OF MORE AND GREATER ***SPIDER-MAN*** ADVENTURES, STARTING NEXT ISSUE!